

B 210A (Form 210A) (12/09)

United States Bankruptcy Court
Southern District of New York

In re Lehman Brothers Holdings Inc., et al., Debtors, Case No. 08-13555 (SCC)

(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Empyrean LHMN SPV, LP
Name of Transferee

Morgan Stanley Senior Funding, Inc.
Name of Transferor

Name and Address where notices to transferee should be sent:

EMPYREAN LHMN SPV, LP
10250 Constellation Blvd., Ste. 2950
Los Angeles, CA 90067
Attn: Sterling Hathaway
Phone: (310) 843-3070
Fax: (310) 843-4915
E-mail: operations@empyrean.com

Court Claim # (if known): 4408

Amount of Claim Transferred: \$158,005.73

Debtor: Lehman Brothers Holdings Inc.

Phone: _____
Last Four Digits of Acct #: _____

With a copy to :

Ann Bachelor Pace
Carter Ledyard & Milburn LLP
2 Wall Street
New York, NY 10005
Phone : (212) 238-8694
Fax : (212) 732-3232
E-mail : pacc@clm.com

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

EMPYREAN LHMN SPV, LP

By: _____
Transferee/Transferee's Agent

Date: August 9, 2012

Sterling Hathaway
Transferee/Transferee's Agent
Pace
Carter Ledyard & Milburn LLP
New York, NY 10005
Phone : (212) 238-8694
Fax : (212) 732-3232
E-mail : pacc@clm.com

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

MORGAN STANLEY SENIOR FUNDING, INC., and its successors and assigns ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned unto:

EMPYREAN LHMN SPV, LP
10250 Constellation Blvd., Ste. 2950
Los Angeles, CA 90067
Attn: Sterling Hathaway
Phone: (310) 843-3070
Fax: (310) 843-4915
E-mail: operations@empyrean.com

and its successors and assigns ("Buyer"), Seller's right, title and interest in and to the claim of Seller against **Lehman Brothers Holdings Inc.**, having the Claim Numbers in the Transferred Claim Amounts as set forth below, in the United States Bankruptcy Court, Southern District of New York (the "Bankruptcy Court"), Case No. 08-13888 (SCC).

LBSF Claim #	Transferred Claim Amount
1	\$5,540,733.34
2	\$47,492.00
3	\$158,005.73
4	\$314,863.73
5	\$126,645.33
6	\$158,306.67
	\$6,346,046.80

Seller hereby waives any objection to the transfer of the Transferred Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the United States Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Transferred Claim and recognizing the Buyer as the sole owner and holder of the Transferred Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Transferred Claim to Buyer.

EMPYREAN LHMN SPV, LP

Sterling Hathaway

By:

Name: Sterling Hathaway
Title: Director of Operations

MORGAN STANLEY SENIOR FUNDING, INC.

By:

Name:
Title:

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Los Angeles, CA 90067
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EMPYREAN LHMN SPV, LP

By:

Name: Sterling Hathaway
Title: Director of Operations

MORGAN STANLEY SENIOR FUNDING, INC.

By:


Name:
Title:

John Ragusa
Authorized Signatory

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